

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

Ref. Nos. 47, 145, 229, 388, 389, 401, & 409

CERTIFICATION OF COUNSEL

I, Kimberly A. Brown, proposed counsel to the above-captioned debtors and debtors-in-possession (the “Debtors”), hereby certify as follows to the best of my knowledge, information and belief:

1. On November 19, 2022, the Debtors filed with the United States Bankruptcy Court for the District of Delaware (the “Court”) the *Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Operate A Postpetition Cash Management System, (B) Maintain Existing Business Forms, and (C) Perform Intercompany Transactions, (II) Granting a Partial Waiver of the Deposit Guidelines Set Forth in Section 345(b), and (III) Granting Certain Related Relief* [D.I. 47] (the “Motion”).

2. On November 23, 2022, the Court entered the *Interim Order (I) Authorizing the Debtors to (A) Operate A Postpetition Cash Management System, (B) Maintain Existing Business Forms, and (C) Perform Intercompany Transactions, (II) Granting a Partial Waiver of the Deposit Guidelines Set Forth in Section 345(b), and (III) Granting Certain Related Relief* [D.I. 145].

¹ The last four digits of FTX Trading Ltd.’s and Alameda Research LLC’s tax identification number are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FTX>.

3. On December 14, 2022, Evolve Bank & Trust (“Evolve Bank”) filed the *Restated Objection of Evolve Bank & Trust to Motion of Debtors for Entry of Final Orders (I) Authorizing the Debtors to (A) Operate a Postpetition Cash Management System, (B) Maintain Existing Business Forms and (C) Perform Intercompany Transactions, (II) Granting a Partial Waiver of the Deposit Guidelines Set Forth in Section 345(b) and (III) Granting Related Relief* [D.I. 229] (the “Evolve Bank Objection”).

4. On January 6, 2023, Paradigm Operations LP (“Paradigm”) filed the *Limited Objection and Reservation of Rights of Paradigm Operations LP to Motion of Debtors for Entry of Final Order (I) Authorizing the Debtors to (A) Operate a Postpetition Cash Management System, (B) Maintain Existing Business Forms, and (C) Perform Intercompany Transactions, (II) Granting a Partial Waiver of the Deposit Guidelines Set Forth in Section 345(b), and (III) Granting Certain Related Relief* [D.I. 388] (the “Paradigm Objection”) and Lightspeed Funds (“Lightspeed”) *Reservation of Rights of the Lightspeed Funds with Respect to the Debtors’ Motion for Entry of Interim and Final Orders Authorizing the Debtors to (A) Operate a Postpetition Cash Management System, (B) Maintain Existing Business Forms and (C) Perform Intercompany Transactions, (II) Granting a Partial Waiver of the Deposit Guidelines Set Forth in Section 345(b) and (III) Granting Certain Related Relief* [D.I. 389].

5. On January 7, 2023, the United States Trustee (the “U.S. Trustee”) filed the *Limited Objection of United States Trustee to Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Operate a Postpetition Cash Management System, (B) Maintain Existing Business Forms, and (C) Perform Intercompany Transactions, (II) Granting a Partial Waiver of the Deposit Guidelines Set Forth in Section 345(b), and (III) Granting Certain*

Related Relief [D.I. 401] (the “U.S. Trustee Objection”, and together with the Evolve Bank Objection and the Paradigm Objection, the “Formal Objections”)

6. The Debtors have received informal comments (the “Informal Comments”) from the Securities Exchange Commission (the “SEC”).

7. On January 8, 2023, the Debtors filed the *Debtors’ Reply in Support of the Motion of Debtors for Entry of a Final Orders (I) Authorizing the Debtors to (A) Operate A Postpetition Cash Management System, (B) Maintain Existing Business Forms, and (C) Perform Intercompany Transactions, (II) Granting a Partial Waiver of the Deposit Guidelines Set Forth in Section 345(b), and (III) Granting Certain Related Relief* [D.I. 409].

8. On January 11, 2023, the Debtors filed the *Notice of Revised Orders* [D.I. 464] attaching as **Exhibit A-1** thereto a revised form of order (the “Revised Order”)

9. To resolve the Formal Objections from Evolve Bank, Paradigm, the U.S. Trustee, and Informal Comments from the SEC (together, the “Parties”), the Debtors have further revised the proposed form of order (the “Order”), a copy of which is attached hereto as **Exhibit A**. A copy of the Order compared against the Revised Order is attached hereto as **Exhibit B**. The Parties believe that the Order is consistent with the Court’s ruling on the Motion at the at the January 11, 2023 hearing, and therefore do not object to the proposed changes. In accordance with the Court’s electronic order processing procedures, a clean copy of the Order shall be uploaded to CM/ECF.

10. Accordingly, the Debtors respectfully request that the Court enter the Order at its earliest convenience.

Dated: January 12, 2023
Wilmington, Delaware

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/s/ Kimberly A. Brown

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